

U.S. v. Edward S. Adams
Case No. 17-64 (DWF/KMM)

Exhibit 3



ATTORNEYS AT LAW

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May 16, 2016

VIA E-MAIL AND U.S. MAIL

Andrew M. Luger
United States Attorney
600 U.S. Courthouse
300 South Fourth Street
Minneapolis, MN 55415

**RE: Edward S. Adams
Our File No. 29260.001**

Dear Mr. Luger:

As I reflected further upon my letter to you of May 13, 2016 regarding my representation of Edward S. Adams, it occurred to me that I might make two additional points in the interest of providing context. First, as I understand it, the primary events that are under investigation (relating to which witnesses are being interviewed and documents being sought) occurred seven, eight and nine years ago: the time period during which it appears Mr. Maria was employed at Latham & Watkins, LLP. Second, Latham has represented my client in a Securities and Exchange Commission ("SEC") investigation that began in May of 2014 relating to more recent events.

In connection with the SEC investigation, Latham managed a large document production in response to an SEC subpoena directed personally to Mr. Adams. The SEC subpoena called for the production of many of the same documents your office later also subpoenaed from Mr. Adams. Latham lawyers represented Mr. Adams twice in meetings with SEC lawyers and presented a PowerPoint presentation which was later directed to your office by Mr. Adams' counsel. Additionally, Latham lawyers represented Mr. Adams in SEC depositions in August and October of 2015. The transcripts of the depositions readily demonstrate this fact. Importantly, Joseph Petrosinelli, of the firm of Williams and Connolly in Washington, D.C., and I met in your office on March 17, 2016 with Mr. Maria, John Kokkinen, and several agents for a reverse proffer directed to Mr. Adams, Mr. Maria himself suggested to us that we should read Mr. Adams' SEC deposition. He also referred to specific parts of it.

Accordingly, Latham's role as my client's counsel in the SEC investigation and thus any previous relationships or communications he or the companies at issue might have had with Latham could have easily been clarified when Mr. Maria was assigned to the matter. By this, I mean to suggest that this

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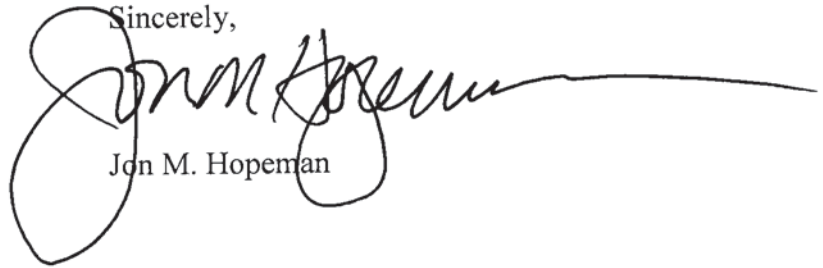
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entire conflicts issue could and should have easily been avoided by the barest of “due diligence” when Mr. Maria began work on this matter. The irony of investigating events that transpired almost a decade ago and expecting to develop a complete and accurate record from recollections of witnesses and other dated sources while failing to inquire into the more basic question of the potential of conflicts based on legal relationships during that same time should be lost on no one.

Sincerely,

A handwritten signature in black ink, appearing to read "Jon M. Hopeman", with a long horizontal flourish extending to the right.

Jon M. Hopeman

jle
cc: Edward S. Adams